



EVANS RAILCAR LEASING COMPANY

Executive Offices

The East Tower, Suite 900 • 2550 Golf Road • Rolling Meadows, IL 60008 • 312/640-7000

September 1, 1985

Secretary
Interstate Commerce Commission
Washington, D.C.

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APR 25 1986 - 10 30 AM
INTERSTATE COMMERCE COMMISSION

Dear Secretary:

Pursuant to 49 U.S.C. Section 11303 and the rules and regulations promulgated thereunder, as amended, we hand you herewith for filing five fully-executed counterparts of that certain Release Agreement dated as of September 1, 1985. The parties to the Release Agreement are:

Releasor:	Manufacturers Hanover Trust Company, as Agent 270 Park Avenue New York, New York 10017
Releasee:	Evans Railcar Leasing Company The East Tower, Suite 900 2550 Golf Road Rolling Meadows, Illinois 60008

A list of the equipment covered by the Release Agreement is attached hereto as Schedule I.

The enclosed Release Agreement relates to that certain Security Agreement dated as of May 20, 1983 and recorded with the Interstate Commerce Commission on June 17, 1983 as ICC Recordation No. 14059. Accordingly, we request that the Release Agreement be filed as a subfiling under that number.

Enclosed herewith is a check in the amount of \$10 in payment of the applicable recording fees.

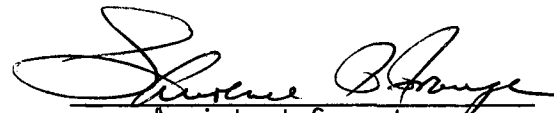
Secretary
Interstate Commerce Commission

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Since these documents are being delivered to you by hand, we would appreciate it if you would return to the bearer the duly stamped counterparts of the Release Agreement not required to be kept by you, or, if it is not possible to return them to the bearer, send them to: Mr. Gerald E. Beatty, Rosenthal and Schanfield, 55 East Monroe Street, Suite 4620, Chicago, Illinois 60603.

Very truly yours,

EVANS RAILCAR LEASING COMPANY


Assistant Secretary

Enclosures

SCHEDULE I
SOLD COLLATERAL
AUGUST 31, 1985

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
233-00	* COV HOP-LO	CHICAGO & ILLINOIS MIDLAND	1538	60/01/18	1	60/01/18	10	0	CIM	2005

N=1

TOTAL SOLD COLLATERAL 08/85 = 1

SCHEDULE I
DESTROYED & SCRAPPED COLLATERAL
AUGUST 31, 1985

LOT NUMBER	* CAR # TYPE	LESSEE NAME	INTERNAL I.D. NUMBER	MASTER LEASE DATE	SCHEDULE NUMBER	SCHEDULE DATE	TERM YEAR	TERM MONTH	PREFIX	CAR NUMBER
1004-00	* BOX-XM	SOUTHERN RAILWAY SYSTEM	19047	70/09/17	1	70/09/17	15	0	NS	1937
	BOX-XM	SOUTHERN RAILWAY SYSTEM	18967	70/09/17	1	70/09/17	15	0	NS	1955
	BOX-XM	SOUTHERN RAILWAY SYSTEM	18972	70/09/17	1	70/09/17	15	0	NS	1960
	BOX-XM	SOUTHERN RAILWAY SYSTEM	18992	70/09/17	1	70/09/17	15	0	NS	1980
	BOX-XM	SOUTHERN RAILWAY SYSTEM	18998	70/09/17	1	70/09/17	15	0	SOU	507011
	BOX-XM	SOUTHERN RAILWAY SYSTEM	19022	70/09/17	1	70/09/17	15	0	SOU	507014
	BOX-XM	SOUTHERN RAILWAY SYSTEM	19034	70/09/17	1	70/09/17	15	0	SOU	507023
	BOX-XM	SOUTHERN RAILWAY SYSTEM	19030	70/09/17	1	70/09/17	15	0	SOU	507024
	BOX-XM	SOUTHERN RAILWAY SYSTEM	18979	70/09/17	1	70/09/17	15	0	SOU	507054
	BOX-XM	SOUTHERN RAILWAY SYSTEM	19051	70/09/17	1	70/09/17	15	0	SOU	507061
N=10										
1433-00	* REFRIG-RBL	BURLINGTON NORTHERN RAILROAD CO	15956	76/11/05	1	76/11/05	15	1	BN	749991
N=1										
1977-00	* HOPPER-HT	CIS EQUIPMENT LEASING CO	41605	82/04/19	1	82/04/19	3	10	TWRY	1005
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41606	82/04/19	1	82/04/19	3	10	TWRY	1006
N=2										
1977-01	* HOPPER-HT	CIS EQUIPMENT LEASING CO	41681	82/04/19	2	82/04/19	3	10	TWRY	1081
N=1										
1977-02	* HOPPER-HT	CIS EQUIPMENT LEASING CO	41960	82/04/19	3	82/07/28	3	8	TWRY	2008
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41976	82/04/19	3	82/07/28	3	8	TWRY	2024
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41984	82/04/19	3	82/07/28	3	8	TWRY	2032
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41994	82/04/19	3	82/07/28	3	8	TWRY	2042
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41998	82/04/19	3	82/07/28	3	8	TWRY	2046
	HOPPER-HT	CIS EQUIPMENT LEASING CO	42008	82/04/19	3	82/07/28	3	8	TWRY	2056
	HOPPER-HT	CIS EQUIPMENT LEASING CO	42009	82/04/19	3	82/07/28	3	8	TWRY	2057
	HOPPER-HT	CIS EQUIPMENT LEASING CO	42071	82/04/19	3	82/07/28	3	8	TWRY	2097
N=8										
1977-04	* HOPPER-HT	CIS EQUIPMENT LEASING CO	41222	82/07/28	4	84/03/27	2	2	TWRY	612
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41239	82/07/28	4	84/03/27	2	2	TWRY	629
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41270	82/07/28	4	84/03/27	2	2	TWRY	659
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41311	82/07/28	4	84/03/27	2	2	TWRY	701
	HOPPER-HT	CIS EQUIPMENT LEASING CO	41443	82/07/28	4	84/03/27	2	2	TWRY	756

N=5

TOTAL DESTROYED & SCRAPPED COLLATERAL 08/85 = 27

RELEASE

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APR 23 1986 -10 30 AM

INTERSTATE COMMERCE COMMISSION

THIS IS RELEASE, dated September 1, 1985, from MANUFACTURERS HANOVER TRUST COMPANY (herein called the Agent) to EVANS RAILCAR LEASING COMPANY, an Illinois corporation (herein called the Borrower).

W I T N E S S E T H:

WHEREAS, the Borrower and the Agent (as successor agent for various lenders) are parties to an Amended and Restated Security Agreement, dated as of June 30, 1984 and recorded with the Interstate Commerce Commission on October 4, 1984 as Recordation No. 14059-S (herein, as amended or otherwise modified from time to time, called the Security Agreement), pursuant to which the Borrower has granted a security interest in certain of its property (herein called the Collateral) to the Agent for the benefit of such lenders, including without limitation, the property described on Schedule I attached hereto (the Scheduled Collateral); and

WHEREAS, the Borrower has requested pursuant to Section 2.2 of the Security Agreement that the Agent's security interest in the Scheduled Collateral be released;

NOW, THEREFORE, the Agent hereby agrees as follows:

1. The Agent hereby releases, effective as of the date hereof, its security interest under the Security Agreement in the Scheduled Collateral.

2. Except as released hereby, all of the Agent's rights under the Security Agreement and with respect to the Collateral continue in full force and effect according to the terms thereof.

IN WITNESS WHEREOF, this Release has been duly executed as of the date first above written.

MANUFACTURERS HANOVER TRUST
COMPANY, as Agent

By:

Elizabeth A. Kelly
Title: VICE PRESIDENT

STATE OF NEW YORK)
)
COUNTY OF NEW YORK)

I, Kathleen Green a notary public in and
for said County, in the State aforesaid, DO HEREBY CERTIFY that
Elizabeth A. Kelley personally known to me to be a
Vice President of MANUFACTURERS HANOVER TRUST COMPANY, a New York Bank
Corporation, and personally knows to me to be the same person whose name
is subscribed to the foregoing instrument, appeared before me this day
in person and severally acknowledged that as such Vice President he
signed and delivered the said instrument as Vice President of said
corporation, pursuant to authority, given by the Board of Directors of
said corporation as his free and voluntary act, and as the free and
voluntary act and deed of said corporation, for the uses and purposes
therein set forth.

April GIVEN under my hand and notarial seal this 24th day of
April, 1986.

Kathleen Green
Notary Public

KATHLEEN GREEN
Notary Public, State of New York
No. 4812001
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 29, 1991

SCHEDULE I
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AUGUST 31, 1985

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N=5

TOTAL DESTROYED & SCRAPPED COLLATERAL 08/85 = 27

Manufacturers Hanover Trust Company,
as Agent
270 Park Avenue
New York, New York 10017

Attention: Michael P. Zarrilli

Re: Amended and Restated Security Agreement, dated
as of June 30, 1984 (the Security Agreement),
between Evans Railcar Leasing Company and
Manufacturers Hanover Trust Company, as suc-
cessor agent (the Agent) for a group of
lenders (the Lenders)

Gentlemen/Ladies:

Pursuant to Section 2.2(c) of the Security Agree-
ment, Evans Railcar Leasing Company hereby requests that the
Agent release its security interest in the Equipment de-
scribed on Schedule I hereto from the lien of the Security
Agreement.

In connection herewith, Evans Railcar Leasing
Company hereby certifies that as and at the time of such
release:

(a) such released Collateral is being sold
for cash equal to at least the fair market value of such
Collateral; and

(b) no Event of Default or Unmatured Event of
Default shall be continuing.

Defined terms are used in this Request for Release with the meanings ascribed thereto in the Security Agreement.

Very truly yours,

EVANS RAILCAR LEASING COMPANY

By: _____

Title: Vice President